TATA METALIKS LIMITED

Regd. Office: Tata Center, 10th Floor, 43, J.L. Nehru Road, Kolkata - 700 071
Tel: +91 33 66134205 Fax: +91 33 22884372 e-mail: investors@tatametaliks.co.in
website : www.tatametaliks.com, CIN : L27310WB1990PLC050000

ATTENDANCE SLIP

(To be presented at the entrance)

24th ANNUAL GENERAL MEETING ON WEDNESDAY, THE 10TH SEPTEMBER, 2014 AT 3 P.M.
at Rotary Sadan, Rotary Children Welfare Trust, 94/2, Chowringhee Road, Kolkata 700020.

FOLIO NO. / DP ID CLIENT ID: NO OF SHARE(S):

Name of Member:

Name of the Proxy Holder:

Member's Signature Proxy holder's Signature

1. Only Member/ Proxy holder can attend the Meeting.
2. Member/ Proxy holder should bring his/her copy of the Annual Report for reference at the Meeting.

PROXY FROM (FROM NO. MGT 11]

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management & Administration) Rules, 2014)

Name of Member(s):

Registered Address :

REGISTERED FOLIO NO /
DP ID NO & CLIENT ID NO: EMAIL ID:
I/ We, being the member(s) of Shares of Tata Metaliks Limited, hereby appoint.

(1) Name: _____ Address: _____

E-mail ID: _____ Signature: _____, or failing him

(2) Name: _____ Address: _____

E-mail ID: _____ Signature: _____ , or failing him

(3) Name: _____ Address: _____

E-mail ID: _____ Signature: _____

As my/our proxy to attend and vote (on a poll) for me/us and on my / our behalf at the 24th Annual General Meeting of the Company to be held on Wednesday, 10th September, 2014 at 3 .00 p.m. at Rotary Sadan, Rotary Children Welfare Trust, 94/2, Chowringhee Road, Kolkata 700020 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Number	Description	Optional (✓) For	Against
1	Adoption of Audited Statement of Profit and Loss, Balance Sheet, Report of Board of Directors and Auditors for the year ended 31st March, 2014.		
2	Re-appointment of Mr.D.P.Deshpande as a Director of the Company.		
3	Appointment of Auditors.		
4	Appointment of Mr.Krishnava Dutt as an Independent Director.		
5	Appointment of Mr.Ashok Kumar Basu as an Independent Director.		
6	Appointment of Dr.Pingali Venugopal as an Independent Director.		
7	Ratification of Cost Auditors' remuneration.		
8	Increase in borrowing limits from Rs. 350 crores to Rs. 400 crores or the aggregate of the paid up capital and free reserves of the Company, whichever is higher.		
9	Creation of Charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings.		

Member's Signature

Affix Revenue Stamp

Proxy holder's Signature

Signed this ..... day of ..... 2014.

Note:

This Proxy form, in order to be effective, should be duly completed and deposited at the Registered Office of the Company at Tata Centre, 10 th Floor, 43, Jawaharlal Nehru Road, Kolkata - 700 071, not less than 48 hours before the commencement of the Meeting.

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POSTAL BALLOT

24th ANNUAL GENERAL MEETING ON WEDNESDAY, THE 10TH SEPTEMBER, 2014 AT 3 P.M.
at Rotary Sadan, Rotary Children Welfare Trust, 94/2, Chowringhee Road, Kolkata 700020.

FOLIO NO./ DP ID CLIENT ID* : NUMBER OF SHARE(S) :
*(Applicable to investors holding Shares in dematerialized form)

I/We hereby exercise my/our vote in respect of the following Ordinary & Special Resolutions to be passed through Postal Ballot / e-voting, by conveying my /our assent or dissent to the said Resolutions by placing tick (✓) mark in the appropriate box below:

Resolution Number	Description of Resolution	No of Ordinary Shares for which Votes Cast	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
1	Adoption of Audited Statement of Profit and Loss , Balance Sheet, Report of Board of Directors and Auditors for the year ended 31st March, 2014.			
2	Re-appointment of Mr.D.P.Deshpande as a Director of the Company.			
3	Appointment of Auditors.			
4	Appointment of Mr.Krishnava Dutt as an Independent Director.			
5	Appointment of Mr.Ashok Kumar Basu as an Independent Director.			
6	Appointment of Dr.Pingali Venugopal as an Independent Director.			
7	Ratification of Cost Auditors' remuneration.			
8	Increase in borrowing limits from Rs. 350 crores to Rs. 400 crores or the aggregate of the paid up capital and free reserves of the Company, whichever is higher.			
9	Creation of Charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings.			

Place :

Date : (Signature of the Member)

For details of Resolutions please refer Notice dated 21st July 2014 for Annual General Meeting to be held on 10th September 2014.

ELECTRONIC VOTING

Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, and Clause 35B of the Listing Agreement with the Stock Exchanges, the Company is pleased to offer e-voting facility to the members as an alternative to exercise their right to vote by electronic means for the items of businesses to be transacted at Annual General Meeting to be held on **WEDNESDAY, THE 10TH SEPTEMBER, 2014 AT 3 P.M.**, through the services of National Securities Depository Limited ("NSDL") as the Authorised Agency to provide e-voting facilities. The e-voting facility is available at the link **https://www.evoting.nsdl.com**.The e-Voting Particulars are set out as below

EVEN (E Voting Event Number)	User ID	Password

The e-voting period commences on **Tuesday, September 2, 2014 (from 9:00 hours) and ends on Thursday, September 4, 2014 (up to 17:30 hours)**. During this period shareholders' of the Company, may cast their vote electronically. The e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

Note: Please read the instructions printed overleaf carefully before exercising your vote.

INSTRUCTIONS

1. GENERAL INFORMATION

a) There will be one Postal Ballot Form / e-voting for every Client ID No. / Folio No., irrespective of the number of joint holders.
b) Members can opt for only one mode of voting i.e. either by Postal Ballot or through e-voting. In case you are opting for voting by Postal Ballot, then please do not cast your vote by e-voting and vice versa. In case Members cast their votes both by Postal Ballot and e-voting, the votes cast through e-voting shall prevail and the votes cast through postal ballot form shall be considered invalid.
c) Voting rights in the Postal Ballot / e-voting cannot be exercised by a proxy.

2. PROCESS FOR MEMBERS OPTING FOR VOTING BY POSTAL BALLOT

a) Members desiring to cast their vote by Postal Ballot should complete and sign this Postal Ballot Form and send it to the Scrutinizer, at R&D Infotech Pvt. Ltd. 1st Floor, 7A, Beltala Road, Kolkata 700 026, in the enclosed postage prepaid self-addressed envelope. Postal Ballot Forms deposited in person or sent by post or courier at the expense of the Member will also be accepted.
b) In case of joint holding, this Postal Ballot Form should be completed and signed by the first named Member and in his absence by the next named Member.
c) In respect of shares held by corporate and institutional shareholders (companies, trusts, societies, etc.), the completed Postal Ballot Form should be accompanied by a certified copy of the relevant board resolution / appropriate authorisation, with the specimen signature(s) of the authorised signatory (ies) duly attested.
d) The signature of the Member on this Postal Ballot Form should be as per the specimen signature furnished by National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) or registered with the Company, in respect of shares held in dematerialised form or in physical form, respectively.
e) Completed Postal Ballot Forms should reach the Scrutinizer not later than the close of working hours i.e **Thursday, 4th September, 2014 (17:30 hours)**. Postal Ballot Forms received after this date will be considered invalid.
f) Postal Ballot Forms which are incomplete or unsigned or defective in any manner are liable to be rejected. The Scrutinizer's decision in this regard shall be final and binding.
g) A Member seeking duplicate Postal Ballot Form or having any grievance pertaining to the Postal Ballot process can write to the Company's Registrar - R&D Infotech Pvt. Ltd. 1st Floor, 7A, Beltala Road, Kolkata 700 026 or to the e-mail ID tml@rdinfotech.in. Duly completed and signed duplicate Postal Ballot Forms should, however, reach the Scrutinizer not later than the close of working hours on Thursday, 4th September, 2014 (5.30 p.m. IST).
h) Members are requested not to send any paper (other than the resolution/authority as mentioned under "Process for Members opting for voting by Postal Ballot" point 2c above) along with the Postal Ballot Form in the enclosed self-addressed postage pre-paid envelope as all such envelopes will be sent to the Scrutinizer and if any extraneous paper is found in such envelope the same would not be considered and would be destroyed by the Scrutinizer.

3. PROCESS FOR MEMBERS OPTING FOR E-VOTING

(A) In case of Members receiving the Postal Ballot Form by E-mail:
  I. Open e-mail and open PDF file viz; "TML e-Voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password for e-voting. Please note that the password is an initial password.
  ii. Launch internet browser by typing the following URL: https://www.evoting.nsdl.com/
  iii. Click on "Shareholder Login".
  iv. Insert user ID and password as initial password noted in step 3 (A) (i) above. Click "Login"
  v. "Password change" menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
  vi. Home page of "e-Voting" opens. Click on "e-Voting: Active E-voting Cycles".
  vii. Select "EVEN" (Electronic Voting Event Number) of Tata Metaliks Limited.
  viii. Now you are ready for e-Voting as "Cast Vote" page opens.
  ix. Cast your vote by selecting appropriate option and click on "Submit" and also click on "Confirm" when prompted.
  x. Upon confirmation, the message "Vote cast successfully" will be displayed.
  xi. Once you have voted on the resolution, you will not be allowed to modify your vote.
  xii. For the votes to be considered valid, the corporate and institutional shareholders (companies, trusts, societies, etc.) are required to send a scanned copy (PDF/JPG format) of the relevant Board Resolution/ Appropriate Authorization etc. together with attested specimen signature of the duly authorized signatory(ies), to the Scrutinizer through e-mail at tml.scrutineer@gmail.com with a copy marked to evoting@nsdl.co.in.

(B) In case of Members receiving Postal Ballot Form by Post:
  (i) User ID and initial password is provided at the bottom of the Postal Ballot Form.
  (ii) Please follow all steps from Sr. No. 3A (ii) to (xii) above, to cast your vote.
(C) If you are already registered with NSDL for e-voting then you can use your existing user ID and password for Login to cast your vote.
(D) In case of any queries, you may refer to the 'Frequently Asked Questions' (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of NSDL's E-Voting website: www.evoting.nsdl.com. You can also send your queries/ grievances relating to e-voting to the e-mail ID :- tml@rdinfotech.in or evoting@nsdl.co.in
(E) The period for e-voting starts on Tuesday, 2nd September, 2014 and ends on Thursday, 4th September, 2014.

E-voting shall be disabled by NSDL at 17:30 hours on Thursday, 4th September, 2014.

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